

**THE
GREENBRIER
COMPANIES**

RECORDATION NO. 30544 FILED

DEC 11 '12 -10 44 AM

~~SURFACE TRANSPORTATION BOARD~~

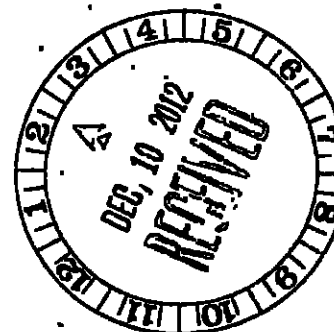
The Greenbrier Companies, Inc

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

December 7, 2012

VIA FEDERAL EXPRESS

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W
Washington, D.C. 20423



Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are two (2) originals and three (2) photocopies of a Memorandum of Schedule No. 1 dated as of May 1, 2012 to Lease Agreement dated as of May 1, 2012, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a check for \$42 payable to the order of the Surface Transportation Board covering the required recordation fee.

The names and addresses of the parties to the enclosed document are:

Lessor. Greenbrier Railcar LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Central Carbide LLC
PO Box 518
Pryor, OK 74362

A description of the railroad equipment covered by the enclosed document is:

Nine (9) 60-foot flatcars marked and numbered as more particularly described in the schedule attached to the document

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

Section Chief
Surface Transportation Board
December 7, 2012
Page 2

A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 1.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Sheri Grether". The signature is fluid and cursive, with the first name "Sheri" and last name "Grether" clearly distinguishable.

Sheri Clarke Grether
Senior Paralegal

SCG ms
Enclosures

cc: Edward M. Luria, Esq

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SOUTHERN TRANSPORTATION BOARD



MEMORANDUM OF SCHEDULE NO. 1

TO LEASE AGREEMENT

BETWEEN

GREENBRIER RAILCAR LLC ("LESSOR")

AND

CENTRAL CARBIDE LLC ("LESSEE")

DATED MAY 1, 2012

Memorandum of Schedule No. 1 dated May 1, 2012 to a Lease Agreement made and entered into as of May 1, 2012 by and between Greenbrier Railcar LLC, an Oregon limited liability company, ("Lessor") and Central Carbide LLC, a Delaware limited liability company ("Lessee")

WITNESSETH

- 1 Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor nine (9) 60-foot, 100-ton flatcars bearing marks and numbers as follows:

OLD MARKS:

CCKX 700
CCKX 707
CCKX 709
CCKX 713
CCKX 714
CCKX 715
CCKX 716
CCKX 717
CCKX 720

NEW MARKS

GBRX 700
GBRX 707
GBRX 709
GBRX 713
GBRX 714
GBRX 715
GBRX 716
GBRX 717
GBRX 720

2. Schedule No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 1, as each may be amended from time to time

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written


LESSOR

GREENBRIER RAILCAR LLC

BY

NAME

TITLE


MARTIN R. BAKER
VP


LESSEE

CENTRAL CARBIDE LLC

BY

NAME

TITLE

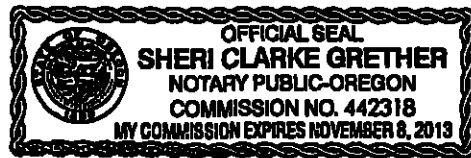

MIKE SIMONS
GENERAL MANAGER

STATE OF OREGON

COUNTY OF CLACKAMAS

)
) ss
)

On this 30th day of November, 2012, before me personally appeared Martin R. Baker, to me personally known, who being by me duly sworn, says that s/he is the Vice President of Greenbrier Railcar LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: November 8, 2013

STATE OF

Oklahoma

COUNTY OF

Mayes

) ss

On this 29th day of Oct, 2012, before me personally appeared Mike Simpson, to me personally known, who being by me duly sworn, says that s/he is the general manager of Central Carbide LLC and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



[Signature]
NOTARY PUBLIC
My commission expires 2/13/13